

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

IN RE: REMBRANDT TECHNOLOGIES, LP PATENT LITIGATION	MDL DOCKET NO. 1:07-md-1848-GMS
--	---------------------------------

MOTOROLA, INC., et al.,	Civil Action No. 1:07-cv-0752-GMS
-------------------------	-----------------------------------

Plaintiffs,

v.

JURY TRIAL DEMANDED

REMBRANDT TECHNOLOGIES, LP,	
-----------------------------	--

Defendant.

**THIRD-PARTY INTERVENOR PLAINTIFFS SHARP CORPORATION AND SHARP
ELECTRONICS CORPORATION'S ANSWER AND AFFIRMATIVE DEFENSES TO
REMBRANDT TECHNOLOGIES, LP'S COUNTERCLAIM**

Third-Party Intervenor Plaintiffs Sharp Corporation and Sharp Electronics Corporation (together, "Sharp"), by way of an Answer and Affirmative Defenses to the Counterclaim¹ of defendant Rembrandt Technologies, LP ("Rembrandt"), say:

PARTIES

1. Sharp is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in Counterclaim paragraph 1.

2. Sharp admits the allegations in Counterclaim paragraph 2.

¹ Sharp notes that Rembrandt filed its Answer, Affirmative Defense and Counterclaim pleading in the 07-cv-752 and in the 07-md-1848 matters. However, Sharp had filed the Intervenor Complaint only in the 07-752 case, and it does not appear that the 07-752 matter is a member case in the MDL proceeding. Notwithstanding the fact that Sharp is filing this pleading in the 07-md-1848 matter, it reserves the right to argue that Rembrandt's filing of its pleading in 07-md-1848 was improper.

3. Sharp admits the allegations in Counterclaim paragraph 3.

JURISDICTION AND VENUE

4. Sharp admits that Rembrandt has sued for patent infringement, and need not respond to Rembrandt's conclusion as to the applicable statutes alleged in Counterclaim paragraph 4.

5. Sharp admits that Rembrandt has sued for patent infringement, and need not respond to Rembrandt's conclusion as to this Court's subject matter jurisdiction alleged in Counterclaim paragraph 5.

6. Sharp denies the allocations in Counterclaim paragraph 6, except that it admits it has availed itself of the Court's jurisdiction herein and this Court has personal jurisdiction over Sharp in this action.

7. Sharp admits that venue is proper in this district.

COUNT I

8. Sharp re-alleges and incorporates herein by reference the allegations stated in paragraphs 1-7 of this Answer.

9. Sharp admits that the first page of U.S. Patent No. 5,243,627 (the " '627 Patent") indicates that the '627 Patent is entitled "Signal Point Interleaving Technique." Sharp is without knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Counterclaim paragraph 9.

10. Sharp denies the allegations in Counterclaim paragraph 10, except it admits that the '627 Patent was issued by the United States Patent and Trademark Office on September 7, 1993.

11. Sharp denies the allegations in Counterclaim paragraph 11.

12. Sharp denies the allegations in Counterclaim paragraph 12.

FIRST AFFIRMATIVE DEFENSE

Rembrandt's Counterclaim fails to state a claim upon which relief may be granted.

SECOND AFFIRMATIVE DEFENSE

Rembrandt's Counterclaim is barred by the doctrine of estoppel.

THIRD AFFIRMATIVE DEFENSE

Rembrandt's Counterclaim is barred by the doctrine of laches.

FOURTH AFFIRMATIVE DEFENSE

Rembrandt's Counterclaim is barred by the doctrine of waiver.

FIFTH AFFIRMATIVE DEFENSE

The making, use, sale, offer for sale and/or importation of any Sharp apparatus, system, device, product or method does not infringe and has not in the past infringed any claim of the '627 Patent.

SIXTH AFFIRMATIVE DEFENSE

The '627 Patent is invalid on the grounds that the purported invention fails to meet the conditions of patentability specified in 35 U.S.C. §1, *et. seq.* including, but not limited to, 35 U.S.C. §§102, 103 and 112.

SEVENTH AFFIRMATIVE DEFENSE

On information and belief, Rembrandt's Counterclaim is barred by the existence of at least one license covering the technology at issue.

PRAYER FOR RELIEF

WHEREFORE, Sharp prays for an Order:

1. Dismissing Rembrandt's Counterclaim against Sharp with prejudice;
 2. Awarding Sharp its costs, including attorney's fees, pursuant to 35 U.S.C. §285;
- and
3. Granting such other and further relief to Sharp as the Court may deem appropriate.

Date: April 16, 2008

/s/ Richard K. Herrmann
Richard K. Herrmann (I.D. #405)
Mary B. Matterer (I.D. #2696)
Amy Arnott Quinlan (I.D. #3021)
Morris James LLP
500 Delaware Avenue, Suite 1500
Wilmington, DE 19801-1494
(302) 888-6800
rherrmann@morrisjames.com

Of Counsel

Gerald Levy
Richard H. Brown
Yukio Kashiba
Jonathan B. Tropp
Day Pitney LLP
7 Time Square
New York, NY 10036-7311
(212) 297-5800
(212) 682-3485 (FAX)

Attorneys for Defendants SHARP CORPORATION and
SHARP ELECTRONICS CORPORATION

CERTIFICATE OF SERVICE

I hereby certify that on the 16th day of April, 2008, a true copy of the foregoing was filed with the Clerk of the Court using CM/ECF and that the document is available for viewing and downloading from CM/ECF. I further certify that the within document was sent via email to:

Collins J. Seitz, Jr. Connolly Bove Lodge & Hutz LLP The Nemours Building 1007 N. Orange Street Wilmington, DE 19899 cseitz@cblh.com	Doug Cawley McKool Smith 300 Crescent Court, Suite 1500 Dallas, TX 75201 dcawley@mckoolsmith.com
Jack B. Blumenfeld Karen Jacobs Loudon Morris, Nichols, Arsht & Tunnell LLP 1201 North Market Street P.O. Box 1347 Wilmington, DE 19899 jblumenfeld@mnat.com klouden@mnat.com	John W. Shaw Young, Conaway, Stargatt & Taylor The Brandywine Building 1000 West Street, 17 th Floor P.O. Box 391 Wilmington, DE 19899-0391 jshaw@ycst.com
Rodger D. Smith II 1201 N. Market Street P.O. Box 1347 Wilmington, DE 19899-1347 (302) 658-9200 rsmith@mnat.com	Richard D Kirk Scott G. Wilcox Stephen B. Brauerman Bayard, PA 222 Delaware Avenue, Suite 900 P.O. Box 25130 Wilmington, DE 19899 rkirk@bayardlaw.com swilcox@bayardlaw.com sbrauerman@bayardlaw.com

<p>Fredrick L. Cottrell, III Kelly E. Farnan Richards, Layton & Finger, P.A. One Rodney Square 920 North King Street Wilmington, DE 19801 cottrell@rlf.com farnan@rlf.com</p>	<p>Peter J. Toren Lawrence B. Goodwin Monica V. Bhattacharyya Stefan R. Stoyanov Kasowitz, Benson, Torres & Friedman LLP 1633 Broadway New York, NY 10019 ptoren@kasowitz.com lgoodwin@kasowitz.com mbhattacharyya@kasowitz.com sstoyanov@kasowitz.com</p>
<p>Josh A. Krevitt Charles J. Bourdreau Gibson, Dunn & Crutcher LLP 200 Park Avenue, 47th Floor New York, New York 10166-0193 jkrevitt@gibsondunn.com cbourdreau@gibsondunn.com</p>	<p>David Segal Gibson, Dunn & Crutcher LLP 3161 Michelson Drive Irvine, California 92612-4412 dsegal@gibsondunn.com</p>
<p>Amanda J. Tessar Gibson, Dunn & Crutcher LLP 1801 California Street, Suite 4200 Denver, CO 80202-2642 atessar@gibsondunn.com</p>	<p>David S. Benyacar Daniel L. Reisner Kaye Scholer LLP 425 Park Avenue New York, New York 10022 dbenyacar@kayescholer.com dreisner@kayescholer.com</p>
<p>Matthew D. Powers Edward R. Reines Weil Gotshal & Manges LLP 201 Rewood Shores, CA 94065 matthew.powers@weil.com edward.reines@weil.com</p>	<p>Robert A. Van Nest Brian L. Ferrall Daralyn J. Durie Leo L. Lam Matthew M. Werdegar KEKER & VAN NEST LLP 710 Sansome Street San Francisco, CA 9411 rvannest@kvn.com bferrall@kvn.com ddurie@kvn.com llam@kvn.com mwerdegar@kvn.com</p>

John Desmarais Kirkland & Ellis LLP Citigroup Center 153 East 53 rd Street New York, New York 10022 jdesmarais@kirkland.com	Eric R.Lamison Kirkland & Ellis LLP 555 California Street, Ste. 2700 San Francisco, CA 94104 elamison@kirkland.com
Mitchell Stockwell Kilpatrick & Stockton LLP 110 Peachtree Street, N.E. Suite 2800 Atlanta, GA 30309 MStockwell@KilpatrickStockton.com	Bradford P. Lyerla Kevin D. Hogg Charles E. Juister Marshall, Gerstein & Borun LLP 6300 Sears Tower 233 South Wacker Drive Chicago, IL 60606-6357 blyerla@marshallip.com khogg@marshallip.com cjuister@marshallip.com

Date: April 16, 2008

/s/ Richard K. Herrmann
Richard K. Herrmann (I.D. #405)
Mary B. Matterer (I.D. #2696)
Amy Arnott Quinlan (I.D. #3021)
Morris James LLP
500 Delaware Avenue, Suite 1500
Wilmington, DE 19801-1494
(302) 888-6800
rherrmann@morrisjames.com